

### Compliance Report on Corporate Governance

Name of Listed Entity: **Pressman Advertising Limited**  
Quarter Ended: **31<sup>st</sup> December, 2019**

I. Composition of Board of Directors								
Title ( Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non-executive/Independent/ & Nominee)	Initial date of appointment	Date of Re-appointment	Date of Cessation	Tenure (months)	Date of Birth
Mr	Niren Chand Suchanti	PAN: AJWPS2027E DIN:00909388	Chairman – Executive Director	05-07-2013	05-07-2019	-	-	17-04-1949
Ms	Sujata Suchanti	PAN: AJVPS1956M DIN:00273832	Non-executive Director	26-03-2015	15-09-2017	-	-	11-07-1952
Mr	Navin Chand Suchanti	PAN: AJVPS1957L DIN:00273663	Non-executive Director	05-07-2013	27-08-2019	-	-	15-10-1953
Mr	Ajit Khandelwal	PAN:AKSPK7801K DIN: 00416445	Non-executive Independent Director	21-02-2007	27-09-2016	-	60	10-11-1957
Mr	Sushil Kumar Mor	PAN:AEXPM9623E DIN: 00274066	Non-executive Independent Director	31-07-2008	05-08-2015	-	60	25-04-1954
Mr	Kalyan Bose	PAN:AKRPB7338K DIN: 07562266	Non executive Independent Director	12-07-2016	12-07-2016	-	60	08-01-1944

Title ( Mr/ Ms)	Name of the Director	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A(1)]	No of memberships in Audit /Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Niren Chand Suchanti	2	0	0	0
Ms	Sujata Suchanti	2	0	0	0
Mr	Navin Chand Suchanti	2	0	2- Audit Committee 2- Stakeholder Relationship Committee	0
Mr	Ajit Khandelwal	2	1	1- Stakeholder Relationship Committee	1- Audit Committee 1- Stakeholder Relationship Committee
Mr	Sushil Kumar Mor	1	1	1- Audit Committee 1- Stakeholder Relationship Committee	0
Mr	Kalyan Bose	1	1	0	0
	Whether Regular Chairperson appointed: YES				
	Whether Chairperson is related to Managing Director or CEO: NO				

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive /Non-executive/independent /Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Ajit Khandelwal	Chairperson – Non executive Independent Director	27-09-2016	-
		Mr. Navin Chand Suchanti	Member-Non Executive Non Independent Director	27-08-2019	-
		Mr. Sushil Kumar Mor	Member-Non executive Independent Director	05-08-2015	-
2. Nomination & Remuneration Committee	Yes	Mr. Ajit Khandelwal	Chairperson – Non executive Independent Director	27-09-2016	-
		Mr. Navin Chand Suchanti	Member-Non Executive Non Independent Director	27-08-2019	-
		Mr. Sushil Kumar Mor	Member-Non executive Independent Director	05-08-2015	-
3. Risk Management Committee (if applicable)	NA	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4. Stakeholders Relationship Committee	Yes	Mr. Ajit Khandelwal	Chairperson – Non executive Independent Director	27-09-2016	-
		Mr. Navin Chand Suchanti	Member-Non Executive Non Independent Director	27-08-2019	-
		Mr. Sushil Kumar Mor	Member-Non executive Independent Director	05-08-2015	-
5. Corporate Social Responsibility Committee	Yes	Mr. Niren Chand Suchanti	Chairperson – Executive Director	05-07-2019	-
		Mr. Navin Chand Suchanti	Member-Non Executive Non Independent Director	27-08-2019	-
		Mr. Ajit Khandelwal	Member-Non executive Independent Director	27-09-2016	-
		Mr. Sushil Kumar Mor	Member-Non executive Independent Director	05-08-2015	-

III. Meeting of Board of Directors					
Date (s) of Meeting ( if any) in the previous quarter	Date(s) of Meeting(if any) in the relevant quarter	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
14-08-2019	-	Yes	6	3	-
	07.11.2019	Yes	6	3	84 days

\* to be filled in only for the current quarter meetings

IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
07-11-2019	<b>Audit Committee:</b> Yes, all the three Committee members were present in the meeting	3	2	14-08-2019	84 days
07-11-2019	<b>Stakeholders Relationship Committee:</b> Yes, all the three Committee members were present in the meeting	3	2	-	-

\* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions	
Subject	Compliance status(Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - Audit Committee
  - Nomination & Remuneration Committee
  - Stakeholders Relationship Committee
  - Corporate Social Responsibility Committee
  - Risk Management committee (applicable to the top 100 listed entities) – **N.A.**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

For Pressman Advertising Limited

Paulami Mukherjee  
Company Secretary